

m/037/088

C O V E R

S H E E T

FAX

TO: Daniel MoquinFax #: (801) 538-7440Date: 8-8-97Pages: 4 (including this cover sheet)FROM: Karen Melfi <sup>(303)</sup> 863-3924

## COMMENTS:

Re: Lisbon Valley Project  
Per your discussions w/ George  
Reeves, attached is a copy of the  
Lisbon Valley Mining Co. LLC Articles  
of Organization.

## SUMMO USA CORPORATION

Denver Center Bldg. - Suite 900  
1776 Lincoln Street  
Denver, CO 80203  
(303) 861-5400  
Fax (303) 863-1736

State of Utah  
Department of Commerce  
Division of Corporations and Commercial CodeI hereby certify that the foregoing has been filed  
and approved on the 10th day of August 1997  
in the office of this Division and hereby issue  
this Certificate thereof.Number 12345 Date 5-20-97Karla S. Woods  
KORLA T. WOODS  
Division Director

## ARTICLES OF ORGANIZATION

OF

LISBON VALLEY MINING CO. LLC

RECEIVED

MAY 20 1997

UT DIV. OF CORP. &amp; COMM. CODE

The undersigned Manager adopts the following Articles of Organization for the purpose of forming a limited liability company under the Utah Limited Liability Company Act (the "Act").

ARTICLE I  
NAME OF COMPANY

The name of the limited liability company is Lisbon Valley Mining Co. LLC (the "Company").

ARTICLE II  
PERIOD OF DURATION

The period of duration shall be 99 years from the date of filing these Articles of Organization with the Division of Corporations and Commercial Code of the Utah Department of Commerce (the "Division").

ARTICLE III  
PURPOSE

The Company is organized for any lawful purpose for which a limited liability company may be organized pursuant to the Act.

ARTICLE IV  
REGISTERED OFFICE AND AGENT

The address of the Company's registered office in the State of Utah is c/o C T Corporation System, 50 W. Broadway, Salt Lake City, UT 84101. The name and address of the Company's initial registered agent is as follows: C T Corporation System, c/o C T Corporation System, 50 W. Broadway, Salt Lake City, UT 84101. The Division is appointed registered agent for service of process if the registered agent resigns, its authority is revoked, or it cannot be found or served with the exercise of reasonable diligence.

ARTICLE V  
MANAGER

The Company shall be managed by one manager. No member (other than a manager or an officer appointed by the manager) has

the authority or power to act for or on behalf of the Company, to do any act that would be binding on the Company, or to incur any expenditures on behalf of the Company. The name and address of the initial Manager who is to serve until its successor is elected is Summo USA Corporation, 1776 Lincoln St. #900, Denver, CO 80203.

IN WITNESS WHEREOF, the Manager has executed these Articles of Organization this 16th day of May, 1997.

SUMMO USA CORPORATION

By: Gregory A. Hahn

Gregory A. Hahn  
President

ATTEST:

Theresa R. Hahn  
Secretary

[SEAL]

STATE OF COLORADO )

City and County of Denver ) ss:

16 The foregoing instrument was acknowledged before me this day of May, 1997, by Gregory A. Hahn, as the President of Summo USA Corporation, a Colorado corporation, the corporation named in and that executed the foregoing instrument, on behalf of the corporation.

Michelle Hebert  
Notary Public

My Commission Expires:

3-18-99

[SEAL]

REGISTERED AGENT ACCEPTANCE

The undersigned, the person named as the registered agent of the Company in Article IV of the foregoing Articles of Organization, consents to such appointment.

C T CORPORATION SYSTEM

By: Marcia J. Sunahara  
[Name:] Marcia J. Sunahara  
[Title:] Asst. V.P.  
Registered Agent of Lisbon Valley  
Mining Co. LLC